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DECLARATION AND POWER OF ATTORNEY

As a below-named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below.

I believe that I am the original, first and sole inventor of the innovative subject matter described and claimed in the U.S. patent application identified as follows:

Title: Graphic Memory Management With Invisible Hardware-Managed Page Faulting;

Inventors: Dave Baldwin (full legal names listed below);

Attorney Docket No.: ~~TD-155~~;

Filing Date (MM/DD/YY): 06/09/2000;

Serial No.: 09/591,225.

This application claims priority from parent 60/138,350 filed 06/09/99, 60/138,248 filed 6/9/99, 60/143,822 filed 7/13/99 (MM/DD/YY).

I hereby state that I have reviewed and understand the contents of the above-identified U.S. patent application, INCLUDING THE CLAIMS.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulation, §1.56(a).

I do not know and do not believe that the claimed invention was ever known or used in the United States of America before my invention or discovery thereof.

I do not know and do not believe that the claimed invention was ever patented or described in any printed publication in any country before my invention or discovery thereof.

I do not know and do not believe that the claimed invention was ever patented or made the subject of an inventor's certificate issued prior to the date of this application in any country foreign to the United States of America on an application filed by me or my legal representatives or assigns.

I do not know and do not believe that the claimed invention was ever patented or described in any printed publication in any country more than one year prior to the filing date of this U.S. application.

I do not know and do not believe that the claimed invention was ever in public use or on sale in the United States of America more than one year prior to the filing date of this U.S. application.

I hereby appoint Robert Groover III, Reg.No.30,059, and Betty G. Formby, Reg.No.36,536, to prosecute this application and transact all business in the Patent and Trademark Office connected therewith, and also to file and prosecute any corresponding application in any foreign country.

I hereby direct that all correspondence and telephone calls be addressed to:

Robert Groover,
17000 Preston Rd. #230, Dallas TX 75248;
(972) 380-6333.

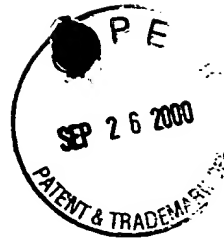
I hereby claim the benefit of priority, under 35 U.S.C. §119 or §120 as may be applicable, of any application(s) for patent or inventor's certificate listed below:
60/138,350 filed 06/09/99, 60/138,248 filed 6/9/99, and 60/143,822 filed 7/13/99 (MM/DD/YY).

I hereby declare that all statements made of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and may also jeopardize the validity of the application or any patent issued thereon.

Inventor: David Robert Baldwin

Date: 14 Aug 00 Signature: D. Baldwin

Residence and Mailing Address: Briarside, Gower Road, Weybridge, Surrey KT13 0H,
UK Citizenship: U.K.



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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re application of:

Baldwin

: Art Unit:

Serial No.

: Examiner:

Filed:

: Atty's Docket: TD-155

For: Graphic Memory Management With Invisible Hardware-Managed
Page Faulting

DECLARATION OF SMALL ENTITY STATUS

Honorable Commissioner of Patents and Trademarks
Washington, DC 20231

Sir:

I hereby declare that I am an official of the small business concern
identified below, and am empowered to act on behalf of the concern:

3Dlabs Inc., Ltd.

Meadlake Place, Thorpe Lea Road

Egham, Surrey TW20 8HE, Great Britain

I hereby declare that the above-identified small business concern
qualifies as a small business concern as defined in 37 CFR §1.9(d), for
purposes of paying reduced fees, in that (1) the number of employees of
the concern, including those of its affiliates, does not exceed 500 per-
sons, and (2) the concern has not assigned, granted, conveyed, or li-
censed, and is under no obligation under contract or law to assign, grant,
convey or license, any rights in the below-identified invention to any
person who could not be classified as an independent inventor if that
person had made the invention, or to any concern which would not quali-
fy as a small business concern or as a nonprofit organization. For pur-
poses of this statement, (1) the number of employees of the business
concern is the average over the previous fiscal year of the concern of the

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persons employed on a full-time, part-time or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when either directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control the other, or a third party or parties controls or has the power to control both.

I hereby declare that exclusive rights in the above-identified U.S. Patent Application, have been conveyed to and remain with the small business concern identified above.

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small business entity is no longer appropriate. (37 CFR § 1.28(b)).

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and may jeopardize the validity of the application or any patent issuing thereon.

Date: June 9, 2000

Signature:

Hildy Shandell

Name:

Hildy Shandell

Title:

Chief Financial Officer

3Dlabs Inc., Ltd.